

**AMENDMENT NUMBER 1 to
CONTRACT DIR-SDD-509 between
the State of Texas, acting by and through the Department of Information Resources
and Canon U.S.A., Inc.**

This Amendment Number 1 to Contract DIR-SDD-509 ("Contract") is between the State of Texas, acting by and through the Department of Information Resources ("DIR") and Canon U.S.A., Inc. ("Vendor"). DIR and Vendor agree to modify the terms and conditions of the Contract as follows:

1. **Contract, Section 1.C, Order of Precedence**, is hereby restated in its entirety as follows:
This Contract; Appendix A, Standard Terms and Conditions For Products and Related Services Contracts; Appendix B, Vendor's Historically Underutilized Businesses Subcontracting Plan; Appendix C, Master Lease Agreement (MLA); Exhibit 1, Vendor's Response to RFO DIR-SDD-TMP-083, including all addenda; and Exhibit 2, RFO DIR-SDD-TMP-083, including all addenda; are incorporated by reference and constitute the entire agreement between DIR and Vendor. In the event of a conflict between the documents listed in this paragraph, the controlling document shall be this Contract, then Appendix A, then Appendix B, then Appendix C, then Exhibit 1, and finally Exhibit 2. In the event and to the extent any provisions contained in multiple documents address the same or substantially the same subject matter but do not actually conflict, the more recent provisions shall be deemed to have superseded earlier provisions.
2. **Section 7, Authorized Exceptions to Appendix A, Standard Terms and Conditions for Product and Related Services Contracts**, is hereby revised to include the following:
 - A. All references to Catalog Information System Vendors (CISV) in Appendix A are hereby deleted.
3. **Appendix B, HUB Subcontracting Plan (HSP)**, is hereby revised and replaced in its entirety (attached).
4. **Appendix C, Master Lease Agreement (MLA)**, is hereby added in its entirety (attached).
5. All other terms and conditions of the Contract, not specifically modified herein, shall remain in full force and effect. In the event of conflict among the provisions, the order of precedence shall be Amendment Number 1 and then the Contract.

IN WITNESS WHEREOF, the parties hereby execute this amendment to be effective as of the date of last signature.

Canon U.S.A., Inc.

**The State of Texas, acting by and through
the Department of Information Resources**

Authorized By: Signature on file

Authorized By: Signature on file

Name: Gary R. Barth

Name: Cindy Reed

Title: Vice President and General Manager

Title: Deputy Executive Director, Operations &
Statewide Technology Sourcing

Date: 10/16/2007

Date: 10/22/2007

Legal: Signature on file, 10/18/2007